

**FIRST AMENDMENT TO  
PRAIRIE QUEEN  
MIXED USE DEVELOPMENT AGREEMENT**

This First Amendment to the Prairie Queen Mixed Use Development Agreement (“First Amendment”), which is made this \_\_\_\_ day of \_\_\_\_\_, 2018 by and between the CITY OF PAPIILLION, NEBRASKA, a municipal corporation (hereinafter “CITY”) and PRAIRIE QUEEN, LLC, a Nebraska limited liability company (hereinafter “DEVELOPER”), amends and modifies the Mixed Use Development Agreement adopted via Resolution No. R18-0009 entered into by the Parties on January 2, 2018 (hereinafter the “Mixed Use Development Agreement”).

**RECITALS**

DEVELOPER and CITY entered into the Mixed Use Development Agreement with respect to the phased development to be known as Prairie Queen (“Prairie Queen”), the first phase of which shall be platted as Lots 1 through 9, inclusive, Prairie Queen; and

DEVELOPER and CITY desire to amend the Mixed Use Development Agreement to replace the Development Standards Table under Section 5 (Site Development Regulations) Subsection E (Development Standards) of the Mixed Use Development Agreement to correct a typographical error in the setbacks and to update additional regulators in order to make said table consistent with Exhibit B (Illustrative Master Plan) of the Mixed Use Development Agreement; and

DEVELOPER and CITY desire to adopt a revised Legal Description (Exhibit A-1) for Prairie Queen; and

DEVELOPER and CITY desire to adopt a revised Zoning Exhibit (Exhibit E-1).

**NOW, THEREFORE, the following is agreed between the parties hereto:**

1. Incorporation of Recitals. The recitals set forth above and elsewhere in the Mixed

Use Development Agreement are, by this reference, hereby incorporated into and deemed part of the Mixed Use Development Agreement as modified or amended by this First Amendment.

2. Capitalized Terms. All capitalized terms used in this First Amendment shall have the same meanings set forth in the Mixed Use Development Agreement except as otherwise defined herein.

3. Area of Application. This First Amendment applies to Prairie Queen as legally described in Exhibit A-1 (Legal Description) attached hereto.

4. Amendments. The Mixed Use Development Agreement terms are hereby amended as follows:

- A. The original Development Standards Table provided under Section 5 (Site Development Regulations), Subsection E (Development Standards) is hereby rescinded and replaced with a revised Development Standards Table, as provided directly below, to correct a typographical error in the setbacks and to update additional regulators in order to make said table consistent with Exhibit B (Illustrative Master Plan) of the Mixed Use Development Agreement.

Development Standards Table

Regulator	N.LD <sup>1</sup>	N.D <sup>1</sup>	N.A <sup>1</sup>	MS <sup>1</sup>
Site Area per Housing Unit (Square feet)	NA	NA	NA	NA
Minimum Lot Area	NA	NA	NA	NA
Minimum Lot Width (feet)	85	60	22	22
Minimum Yards (feet)				
Front Yard	30	15	5	5
Interior Side Yard	10	10	0	0
Street Side Yard	15	10	5	5
Rear Yard, Main Building	20	15	5	20
Rear Yard, Accessory Building	3	3	3	3
Maximum Height (feet)	40	40	40	45
Maximum Building Coverage	40%	55%	75%	85%
Maximum Impervious Coverage <sup>2</sup>	50%	65%	97.5%	95%
Floor Area Ratio	XX	XX	XX	XX
Maximum Amount of Total Parking Located in Street Yard <sup>3</sup>	none	none	none	None
Project Size Requiring Large Project Special Use Permit	NA	NA	NA	NA
Minimum Depth of landscaping Adjacent to Street Right-of-Way Line (feet)	NA	NA	NA	NA
Maximum Encroachments <sup>4</sup> Location (Feet)				
Front	10	10	5 <sup>5</sup>	5 <sup>5</sup>
Interior Side	7	5	0	0
Street Side	8	5	4 <sup>5</sup>	4 <sup>5</sup>
Rear	8	7	0	0

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<sup>1</sup>All permitted uses

<sup>2</sup>Where two zones fall within one lot, coverage is for specific zone area within lot

<sup>3</sup>Exception for required accessible parking

<sup>4</sup>Shopfronts, Porches, Balconies, Bay Windows, Chimneys, Stairs, Stoops, Dooryards, and Terraces may project into the required setback

<sup>5</sup>Encroachments are allowed over sidewalk up to two (2) feet from curb and eight (8) feet clear vertical

B. All references to Exhibit A (Legal Description) are hereby rescinded and replaced with references to Exhibit A-1 (Legal Description).

C. All references to Exhibit E (Zoning Exhibit) are hereby rescinded and replaced with references to Exhibit E-1 (Zoning Exhibit).

5. Exhibit Modifications.

A. Exhibit A is hereby rescinded in its entirety and replaced with Exhibit A-1, which is attached hereto and which is hereby incorporated into the Mixed Use Development Agreement by this reference.

B. Exhibit E is hereby rescinded in its entirety and replaced with Exhibit E-1, which is attached hereto and which is hereby incorporated into the Mixed Use Development Agreement by this reference.

6. No Other Amendments. Except as specifically set forth herein, the Prairie Queen Mixed Use Development Agreement shall remain in full force and effect.

7. Binding Effect. This First Amendment to the Mixed Use Development Agreement shall be binding upon the Parties hereto, their respective successors, and assigns.

*(Signatures on following pages.)*

CITY OF PAPILLION, NEBRASKA, a Municipal Corporation,

By: \_\_\_\_\_  
David P. Black, Mayor

ATTEST:

\_\_\_\_\_  
Nicole L. Brown, City Clerk



**MIXED USE AGREEMENT AMENDMENT  
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E-1	Zoning Exhibit

**EXHIBIT A-1  
PRAIRIE QUEEN  
LEGAL DESCRIPTION**

**PARCEL 1:** THAT PART OF THE NORTHWEST QUARTER (NW<sup>1</sup>/<sub>4</sub>) OF SECTION THIRTY (30), TOWNSHIP FOURTEEN (14) NORTH, RANGE TWELVE (12) EAST OF THE 6TH P.M., SARPY COUNTY, NEBRASKA, DESCRIBED AS FOLLOWS: COMMENCING AT THE NORTHWEST CORNER OF THE NORTHWEST QUARTER (NW<sup>1</sup>/<sub>4</sub>) OF SAID SECTION THIRTY (30); THENCE NORTH 87 DEGREES 02 MINUTES 24 SECONDS EAST (BEARINGS REFERENCED TO THE NEBRASKA STATE PLANE COORDINATE SYSTEM) FOR 50.00 FEET ALONG THE NORTH LINE OF THE NORTHWEST QUARTER (NW<sup>1</sup>/<sub>4</sub>) OF SAID SECTION THIRTY (30) TO THE TRUE POINT OF BEGINNING; THENCE NORTH 87 DEGREES 02 MINUTES 24 SECONDS EAST FOR 1,064.43 FEET CONTINUING ALONG THE NORTH LINE OF THE NORTHWEST QUARTER (NW<sup>1</sup>/<sub>4</sub>) OF SAID SECTION THIRTY (30); THENCE SOUTH 29 DEGREES 42 MINUTES 08 SECONDS WEST FOR 436.61 FEET; THENCE SOUTH 02 DEGREES 41 MINUTES 45 SECONDS EAST FOR 77.66 FEET; THENCE SOUTH 69 DEGREES 26 MINUTES 10 SECONDS EAST FOR 257.17 FEET; THENCE SOUTH 16 DEGREES 38 MINUTES 42 SECONDS EAST FOR 10.06 FEET; THENCE SOUTH 04 DEGREES 05 MINUTES 26 SECONDS EAST FOR 321.47 FEET; THENCE SOUTH 32 DEGREES 12 MINUTES 19 SECONDS WEST FOR 62.84 FEET; THENCE SOUTH 38 DEGREES 53 MINUTES 18 SECONDS WEST FOR 87.30 FEET; THENCE SOUTH 60 DEGREES 48 MINUTES 12 SECONDS WEST FOR 509.08 FEET; THENCE SOUTH 00 DEGREES 46 MINUTES 30 SECONDS WEST FOR 116.41 FEET; THENCE SOUTH 68 DEGREES 38 MINUTES 10 SECONDS EAST FOR 649.60 FEET; THENCE SOUTH 11 DEGREES 58 MINUTES 58 SECONDS EAST FOR 34.63 FEET; THENCE SOUTH 19 DEGREES 12 MINUTES 08 SECONDS WEST FOR 556.51 FEET TO THE NORTH RIGHT OF WAY LINE OF LINCOLN ROAD; THENCE NORTH 64 DEGREES 41 MINUTES 56 SECONDS WEST FOR 4.48 FEET ALONG THE NORTH RIGHT OF WAY LINE OF LINCOLN ROAD; THENCE ALONG A CURVE TO THE LEFT (HAVING A RADIUS OF 1,089.00 FEET AND A LONG CHORD BEARING NORTH 78 DEGREES 36 MINUTES 28 SECONDS WEST FOR 523.54 FEET) FOR AN ARC LENGTH OF 528.72 FEET CONTINUING ALONG THE NORTH RIGHT OF WAY LINE OF LINCOLN ROAD; THENCE SOUTH 87 DEGREES 29 MINUTES 00 SECONDS WEST FOR 400.17 FEET CONTINUING ALONG THE NORTH RIGHT OF WAY LINE OF LINCOLN ROAD TO THE EAST RIGHT OF WAY LINE OF SOUTH 132<sup>ND</sup> STREET; THENCE NORTH 02 DEGREES 41 MINUTES 19 SECONDS WEST FOR 863.14 FEET ALONG THE EAST RIGHT OF WAY LINE OF SOUTH 132<sup>ND</sup> STREET TO THE SOUTH LINE OF TAX LOT ONE (1) OF THE NORTHWEST QUARTER (NW<sup>1</sup>/<sub>4</sub>) OF SAID SECTION THIRTY (30); THENCE NORTH 87 DEGREES 18 MINUTES 41 SECONDS EAST FOR 108.21 FEET TO THE SOUTHEAST CORNER OF SAID TAX LOT ONE (1); THENCE NORTH 02 DEGREES 41 MINUTES 19 SECONDS WEST FOR 70.00 FEET TO THE NORTHEAST CORNER OF SAID TAX LOT ONE (1); THENCE SOUTH 87 DEGREES 18 MINUTES 41 SECONDS WEST FOR 108.12 FEET ALONG THE NORTH LINE OF SAID TAX LOT ONE (1) TO THE EAST RIGHT OF WAY LINE OF SOUTH 132<sup>ND</sup> STREET; THENCE NORTH 02 DEGREES 41 MINUTES 19 SECONDS WEST FOR 1,085.71 FEET TO THE POINT OF BEGINNING.

**PARCEL 2:** THAT PART OF THE NORTHWEST QUARTER (NW<sup>1</sup>/<sub>4</sub>) OF SECTION THIRTY (30), TOWNSHIP FOURTEEN (14) NORTH, RANGE TWELVE (12) EAST OF THE 6TH P.M., SARPY COUNTY, NEBRASKA, DESCRIBED AS FOLLOWS: COMMENCING AT THE SOUTHWEST CORNER OF THE NORTHWEST QUARTER (NW<sup>1</sup>/<sub>4</sub>) OF SAID SECTION THIRTY (30); THENCE NORTH 87 DEGREES 08 MINUTES 03 SECONDS EAST (BEARINGS REFERENCED TO THE NEBRASKA STATE PLANE COORDINATE SYSTEM) FOR 50.00 FEET ALONG THE SOUTH LINE OF THE NORTHWEST QUARTER (NW<sup>1</sup>/<sub>4</sub>) OF SAID SECTION THIRTY (30) TO THE EAST RIGHT OF WAY LINE OF SOUTH 132<sup>ND</sup> STREET; THENCE NORTH 02 DEGREES 41 MINUTES 19 SECONDS WEST FOR 131.39 FEET ALONG THE EAST RIGHT OF WAY LINE OF SOUTH 132<sup>ND</sup> STREET TO THE TRUE POINT OF BEGINNING; THENCE NORTH 02 DEGREES 41 MINUTES 19 SECONDS WEST FOR 258.08 FEET CONTINUING ALONG THE EAST RIGHT OF WAY LINE OF SOUTH 132<sup>ND</sup> STREET TO THE SOUTH LINE OF TAX LOT THREE (3) OF THE NORTHWEST QUARTER (NW<sup>1</sup>/<sub>4</sub>) OF SAID SECTION THIRTY (30); THENCE NORTH 87 DEGREES 18 MINUTES 41 SECONDS EAST FOR 58.00 FEET TO THE SOUTHEAST CORNER OF SAID TAX LOT THREE (3); THENCE NORTH 02 DEGREES 45 MINUTES 53 SECONDS WEST FOR 50.00 FEET TO THE NORTHEAST CORNER OF SAID TAX LOT THREE (3); THENCE SOUTH 87 DEGREES 18 MINUTES 41 SECONDS WEST FOR 57.93 FEET ALONG THE NORTH LINE OF SAID TAX LOT THREE (3) TO THE EAST RIGHT OF WAY LINE OF SOUTH 132<sup>ND</sup> STREET; THENCE NORTH 02 DEGREES 41 MINUTES 19 SECONDS WEST FOR 83.96 FEET ALONG THE EAST RIGHT OF WAY LINE OF SOUTH 132<sup>ND</sup> STREET TO THE SOUTH RIGHT OF WAY LINE OF LINCOLN ROAD; THENCE NORTH 87 DEGREES 29 MINUTES 00 SECONDS EAST FOR 399.87 FEET ALONG THE SOUTH RIGHT OF WAY LINE OF LINCOLN ROAD; THENCE ALONG A CURVE TO THE RIGHT (HAVING A RADIUS OF 989.00 FEET AND A LONG CHORD BEARING SOUTH 79 DEGREES 05 MINUTES 54 SECONDS EAST FOR 459.01 FEET) FOR AN ARC LENGTH OF 463.23 FEET; THENCE SOUTH 60 DEGREES 53 MINUTES 14 SECONDS WEST FOR 344.34 FEET; THENCE SOUTH 37 DEGREES 14 MINUTES 49 SECONDS EAST FOR 155.19 FEET; THENCE SOUTH 87 DEGREES 08 MINUTES 03 SECONDS WEST FOR 625.69 FEET TO THE POINT OF BEGINNING.

**PARCEL 3:** A TRACT OF LAND LOCATED IN THE NORTHWEST QUARTER (NW<sup>1</sup>/<sub>4</sub>) OF SECTION THIRTY (30), TOWNSHIP FOURTEEN (14) NORTH, RANGE TWELVE (12) EAST OF THE 6TH P.M., SARPY COUNTY, NEBRASKA, SAID TRACT BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS: COMMENCING AT THE NORTHWEST CORNER OF SAID SECTION THIRTY (30); THENCE NORTH 87 DEGREES 02 MINUTES 27 SECONDS EAST, ON THE NORTH LINE OF THE NORTHWEST QUARTER (NW<sup>1</sup>/<sub>4</sub>) A DISTANCE OF 720.29 FEET; THENCE SOUTH 02 DEGREES 67 MINUTES 33 SECONDS EAST A DISTANCE OF 1,378.86 FEET TO THE POINT OF BEGINNING; THENCE SOUTH 64 DEGREES 07 MINUTES 30 SECONDS WEST A DISTANCE OF 35.11 FEET; THENCE SOUTH 68 DEGREES 38 MINUTES 10 SECONDS EAST A DISTANCE OF 346.07 FEET; THENCE WITH A CURVE TURNING TO THE LEFT WITH AN ARC LENGTH OF 149.97 FEET, WITH A RADIUS OF 291.00 FEET, WITH A CHORD BEARING OF NORTH 56 DEGREES 00 MINUTES 46 SECONDS WEST, WITH A CHORD LENGTH OF 148.32 FEET; THENCE NORTH 70 DEGREES 46 MINUTES 37 SECONDS WEST A DISTANCE OF 177.63 FEET; TO THE POINT OF BEGINNING.



**PARCEL 4:** A TRACT OF LAND LOCATED IN THE NORTHWEST QUARTER (NW¼) OF SECTION THIRTY (30), TOWNSHIP FOURTEEN (14) NORTH, RANGE TWELVE (12) EAST OF THE 6TH P.M., SARPY COUNTY, NEBRASKA, SAID TRACT BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS: COMMENCING AT THE NORTHWEST CORNER OF SAID SECTION THIRTY (30); THENCE NORTH 87 DEGREES 02 MINUTES 27 SECONDS EAST, ON THE NORTH LINE OF THE NORTHWEST QUARTER (NW¼) A DISTANCE OF 571.91 FEET; THENCE SOUTH 02 DEGREES 57 MINUTES 33 SECONDS EAST A DISTANCE OF 1,220.49 FEET TO THE POINT OF BEGINNING; THENCE SOUTH 00 DEGREES 46 MINUTES 30 SECONDS WEST A DISTANCE OF 116.41 FEET; THENCE SOUTH 68 DEGREES 38 MINUTES 10 SECONDS EAST A DISTANCE OF 53.93 FEET; THENCE NORTH 64 DEGREES 07 MINUTES 30 SECONDS EAST A DISTANCE OF 70.99 FEET; THENCE NORTH 02 DEGREES 17 MINUTES 41 SECONDS WEST A DISTANCE OF 122.81 FEET; THENCE NORTH 67 DEGREES 27 MINUTES 46 SECONDS WEST A DISTANCE OF 47.24 FEET; THENCE SOUTH 60 DEGREES 48 MINUTES 12 SECONDS WEST A DISTANCE OF 73.28 FEET BACK TO THE POINT OF BEGINNING.

**EXCEPT THE FOLLOWING TRACTS 1 THROUGH 4:**

**TRACT 1:** A TRACT OF LAND LOCATED IN THE NORTHWEST QUARTER (NW¼) OF SECTION THIRTY (30), TOWNSHIP FOURTEEN (14) NORTH, RANGE TWELVE (12) EAST OF THE 6TH P.M., SARPY COUNTY, NEBRASKA, SAID TRACT BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS: COMMENCING AT THE NORTHWEST CORNER OF SAID SECTION THIRTY (30); THENCE NORTH 87 DEGREES 02 MINUTES 27 SECONDS EAST, ON THE NORTH LINE OF THE NORTHWEST QUARTER (NW¼), A DISTANCE OF 1,156.27 FEET; THENCE SOUTH 02 DEGREES 57 MINUTES 33 SECONDS EAST A DISTANCE OF 1,604.21 FEET TO THE POINT OF BEGINNING; THENCE NORTH 68 DEGREES 38 MINUTES 10 SECONDS WEST A DISTANCE OF 52.48 FEET; THENCE WITH A CURVE TURNING TO THE RIGHT WITH AN ARC LENGTH OF 127.53 FEET, WITH A RADIUS OF 359.00 FEET, WITH A CHORD BEARING OF SOUTH 14 DEGREES 29 MINUTES 30 SECONDS EAST, WITH A CHORD LENGTH OF 126.86 FEET; THENCE NORTH 19 DEGREES 12 MINUTES 08 SECONDS EAST A DISTANCE OF 73.94 FEET; THENCE NORTH 11 DEGREES 58 MINUTES 58 SECONDS WEST A DISTANCE OF 34.63 FEET TO THE POINT OF BEGINNING.

**TRACT 2:** A TRACT OF LAND LOCATED IN THE NORTHWEST QUARTER (NW¼) OF SECTION THIRTY (30), TOWNSHIP FOURTEEN (14) NORTH, RANGE TWELVE (12) EAST OF THE 6TH P.M., SARPY COUNTY, NEBRASKA, SAID TRACT BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS: COMMENCING AT THE NORTHWEST CORNER OF SAID SECTION THIRTY (30); THENCE NORTH 87 DEGREES 02 MINUTES 27 SECONDS EAST, ON THE NORTH LINE OF THE NORTHWEST QUARTER (NW¼) A DISTANCE OF 973.36 FEET; THENCE SOUTH 02 DEGREES 57 MINUTES 33 SECONDS EAST A DISTANCE OF 486.52 FEET TO THE POINT OF BEGINNING; THENCE SOUTH 31 DEGREES 07 MINUTES 45 SECONDS EAST A DISTANCE OF 71.69 FEET; THENCE WITH A CURVE TURNING TO THE RIGHT WITH AN ARC LENGTH OF 465.34 FEET, WITH A RADIUS OF 384.00 FEET, WITH A CHORD BEARING OF SOUTH 03 DEGREES 35

MINUTES 14 SECONDS WEST, WITH A CHORD LENGTH OF 437.39 FEET; THENCE SOUTH 38 DEGREES 18 MINUTES 12 SECONDS WEST A DISTANCE OF 108.44 FEET; THENCE NORTH 60 DEGREES 48 MINUTES 12 SECONDS EAST A DISTANCE OF 159.10 FEET; THENCE NORTH 38 DEGREES 53 MINUTES 18 SECONDS EAST A DISTANCE OF 87.30 FEET; THENCE NORTH 32 DEGREES 12 MINUTES 19 SECONDS EAST A DISTANCE OF 62.84 FEET; THENCE NORTH 04 DEGREES 05 MINUTES 26 SECONDS WEST A DISTANCE OF 321.47 FEET; THENCE NORTH 16 DEGREES 38 MINUTES 42 SECONDS WEST A DISTANCE OF 10.06 FEET; THENCE NORTH 69 DEGREES 26 MINUTES 10 SECONDS WEST A DISTANCE OF 153.65 FEET; TO THE POINT OF BEGINNING.

**TRACT 3:** A TRACT OF LAND LOCATED IN THE NORTHWEST QUARTER (NW<sup>1</sup>/<sub>4</sub>) OF SECTION THIRTY (30), TOWNSHIP FOURTEEN (14) NORTH, RANGE TWELVE (12) EAST OF THE 6TH P.M., SARPY COUNTY, NEBRASKA, SAID TRACT BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS: COMMENCING AT THE NORTHWEST CORNER OF SAID SECTION THIRTY (30); THENCE NORTH 87 DEGREES 02 MINUTES 27 SECONDS EAST, ON THE NORTH LINE OF THE NORTHWEST QUARTER (NW<sup>1</sup>/<sub>4</sub>), A DISTANCE OF 1,114.41 FEET; THENCE SOUTH 29 DEGREES 42 MINUTES 08 SECONDS WEST A DISTANCE OF 39.20 FEET TO THE POINT OF BEGINNING; THENCE SOUTH 87 DEGREES 02 MINUTES 27 SECONDS WEST A DISTANCE OF 160.11 FEET; THENCE SOUTH 02 DEGREES 42 MINUTES 58 SECONDS EAST A DISTANCE OF 251.43 FEET; THENCE NORTH 29 DEGREES 42 MINUTES 08 SECONDS EAST A DISTANCE OF 298.66 FEET BACK TO THE POINT OF BEGINNING.

**TRACT 4:** LOTS 1 THROUGH 9, INCLUSIVE, IN PRAIRIE QUEEN FIRST SUBDIVISION, A SUBDIVISION IN SARPY COUNTY, NEBRASKA.

# Zoning Exhibit E-1

## KEY

